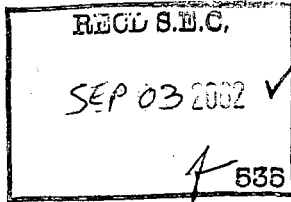


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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

OMB Approval  
OMB Number: 3235-0123  
Expires: September 30, 1998  
Estimated average burden  
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ANNUAL AUDITED REPORT  
FORM X-17A-5  
PART III



02022992

FACING PAGE

Information Required of Brokers and Dealers Pursuant to Section 17 of the  
Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGINNING 07/01/01 AND ENDING 06/30/02  
MM/DD/YY MM/DD/YY

FV 9/13/02

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: RYAN, LEE & COMPANY INCORPORATED

OFFICIAL USE ONLY

FIRM ID. NO.

ADDRESS OF PRINCIPLE PLACE OF BUSINESS: (Do not use P.O. Box No.)

3110 FAIRVIEW PARK DRIVE

(No. and Street)

FALLS CHURCH, VA 22042

(City)

(State)

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

WAYNE M. LEE

703-641-4285

(Area Code-Telephone No.)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\*

WILLIAM BATDORF & COMPANY, P.C.

(Name- if individual, state last, first, middle name)

1700 K STREET, NW, SUITE 504, WASHINGTON, DC 20006

(Address)

(City)

(State)

(Zip Code)

PROCESSED

SEP 20 2002

THOMSON  
FINANCIAL

CHECK ONE:

- ☒ Certified Public Accountant  
☐ Public Accountant  
☐ Accountant not resident in United States or any of its possessions

FOR OFFICIAL USE ONLY

\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See section 240.17a-5(e)2.

Sec. 1410 (3-91)

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

ANP

1009-13

## OATH OR AFFIRMATION

I, WAYNE M. LEE, swear (or affirm) that, to the best of my knowledge and belief that the accompanying financial statements and supporting schedules pertaining to the firm of RYAN, LEE & COMPANY INCORPORATED, as of June 30, 2002, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of customer, except as follows:

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Wayne M. Lee  
Signature

Chairman  
Title

Andrew Broad

Notary Public

My Commission Expires October 31, 2003

This report\*\* contains (check all applicable boxes):

- ☒ (a) Facing page.
- ☒ (b) Statement of Financial Condition.
- ☐ (c) Statement of Income (Loss).
- ☐ (d) Statement of Cash Flows.
- ☐ (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietor's Capital.
- ☐ (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- ☐ (g) Computation of Net Capital.
- ☐ (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- ☐ (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.
- ☐ (j) A Reconciliation, including appropriate explanation, of the Computation of Net Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- ☐ (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- ☒ (l) An Oath or Affirmation.
- ☐ (m) A copy of the SIPC Supplemental Report.
- ☐ (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.
- ☒ (o) Independent auditor's report on internal accounting control.

**\*\*For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).**

RYAN, LEE & COMPANY INCORPORATED  
STATEMENT OF FINANCIAL CONDITION  
AND INDEPENDENT AUDITORS' REPORT  
JUNE 30, 2002

**WILLIAM BATDORF & COMPANY, P.C.**  
CERTIFIED PUBLIC ACCOUNTANTS  
1700 K STREET, N.W., SUITE 504  
WASHINGTON, DC 20026

TELEPHONE  
(202) 331-1040  
FACSIMILE  
(202) 659-1293

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of  
Ryan, Lee & Company Incorporated

We have audited the statement of financial condition of Ryan, Lee & Company Incorporated, at June 30, 2002. This financial statement is the responsibility of the Company's management. Our responsibility is to express an opinion on this financial statement based on our audit.

We conducted our audit in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statement is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statement. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statement referred to above presents fairly, in all material respects, the financial position of Ryan, Lee & Company Incorporated as of June 30, 2002 in conformity with generally accepted accounting principles.

*William Batdorf & Company, P.C.*

August 28, 2002

RYAN, LEE & COMPANY INCORPORATED

MCLEAN, VIRGINIA

STATEMENT OF FINANCIAL CONDITION

AT JUNE 30, 2002

ASSETS

	<u>ALLOWABLE</u>	<u>NON ALLOWABLE</u>	<u>TOTAL</u>
Current assets			
Cash	\$ 95,874	\$ -	\$ 95,874
Receivable from correspondent	23,981	-	23,981
Accounts receivable	-	1,684	1,684
Advances	<u>-</u>	<u>360,965</u>	<u>360,965</u>
Total assets	\$ <u>119,855</u>	\$ <u>362,649</u>	\$ <u>482,504</u>

LIABILITIES AND STOCKHOLDERS' EQUITY

	<u>A. I.</u>	<u>NON A. I.</u>	<u>TOTAL</u>
Liabilities			
Current liabilities			
Accounts payable and accrued expenses	\$ <u>6,635</u>	\$ -	\$ <u>6,635</u>
Stockholders' equity			
Common stock (no-par, authorized 5,000 shares, issued and outstanding 3,273 Shares)			602,000
Additional paid-in-capital			12,002
Retained earnings			( <u>138,133</u> )
Total stockholders' equity			<u>475,869</u>
Total liabilities and stockholders' equity			\$ <u>482,504</u>

The accompanying notes are an integral part of this financial statement.

RYAN, LEE & COMPANY INCORPORATED

MCLEAN, VIRGINIA

NOTES TO FINANCIAL STATEMENTS

AT JUNE 30, 2002

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

Ryan, Lee & Company Incorporated (Company) was incorporated in Virginia in 1991 for the purpose of engaging in the business of securities brokering/dealing, providing investment advisory services, and venture capital business. The Company does not hold any funds or securities for the account of customers and clears its customer transactions through another broker-dealer on a fully disclosed basis. It is therefore exempt from the customer reserve requirements of the Securities and Exchange Commission Rule 15c3-3 under Section (k)(2)(ii).

Accounting Basis

The financial statements are prepared on the accrual basis of accounting.

Fixed Assets

Acquisitions of fixed assets are recorded at cost. Depreciation and amortization is provided using the straight-line method over the estimated useful lives of the assets, usually 3 to 10 years.

Securities Owned

Securities owned by the Company are valued at their fair market value with any unrealized gain or loss included in income. Securities transactions and any related gains or losses on sales are recorded on a trade date basis.

Cash and Cash Equivalents

Cash and cash equivalents includes cash in banks and amounts on deposit with the clearing broker. At various times during the year, the Company exceeded the \$100,000 limit of FDIC insurance coverage. The Company has never experienced any losses in these accounts and does not believe that they represent a significant concentration of credit risk.

Accounts receivable

Management has elected to record bad debts using the direct write-off method. Generally accepted accounting principles require that the allowance method be used to reflect bad debts. However, the effect of the use of the direct write-off method is not materially different from the results that would have been obtained had the allowance method been followed.

NOTE 2 - RELATED PARTY TRANSACTIONS

Management Fees

The Company is affiliated with Hartley & Lee, Inc. through common stock ownership and control. The two companies have an arrangement whereby Hartley & Lee, Inc. provides management services and pays certain administrative costs of the Company, including commissions, rent, payroll and equipment costs. In return the Company pays periodic management fees to Hartley & Lee, Inc. which are intended to cover these costs. During the year ended June 30, 2002 the company paid a total of \$ 172,457 to Hartley & Lee, Inc. under this arrangement.

(Continued)

RYAN, LEE & COMPANY INCORPORATED

MCLEAN, VIRGINIA

NOTES TO FINANCIAL STATEMENTS (Continued)

AT JUNE 30, 2002

NOTE 2 - RELATED PARTY TRANSACTIONS (Continued)

Advance

Also, at June 30, 2002, the Company had a \$360,200 interest free advance due from Hartley & Lee, Inc.

NOTE 3 - USE OF ESTIMATES

The preparation of financial statements in conformity with general accepted accounting principles requires management to make estimates and assumptions. This will affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements, and reported amounts of revenue and expenses during the reported period. Actual results could differ from these estimates.

NOTE 4 - NET CAPITAL REQUIREMENTS

The Company is subject to the Securities and Exchange Commission's uniform net capital rule (Rule 15c3-1) which requires the maintenance of minimum net capital and requires the ratio of aggregate indebtedness, as defined to net capital, as defined, shall not exceed 15 to 1. The Company had net capital and net capital requirements computed under these provisions as follows:

Net capital	\$ <u>113,220</u>
Net capital requirement	\$ <u>100,000</u>

NOTE 7 - ADVANCES

At June 30, 2002, advances consisted of \$360,200 due from Hartley & Lee, Inc. and \$765 in payroll advances to employees.

(Continued)

RYAN, LEE & COMPANY INCORPORATED

MCLEAN, VIRGINIA

NOTES TO FINANCIAL STATEMENTS (Continued)

AT JUNE 30, 2002

Management believes all of these amounts are collectable, therefore, no provision for bad debts has been made.

NOTE 9 - DISCONTINUED OPERATIONS

In May of 2002 the Company sold its business to another broker/dealer and ceased its own broker/dealer operations. The Company is still legally registered as a broker/dealer, however, there are no plans to restart those operations.



**WILLIAM BATDORF & COMPANY, P.C.**  
CERTIFIED PUBLIC ACCOUNTANTS  
1700 K STREET, N.W., SUITE 504  
WASHINGTON, DC 20026

TELEPHONE  
(202) 331-1040  
FACSIMILE  
(202) 659-1293

**SUPPLEMENTARY REPORT OF INDEPENDENT PUBLIC ACCOUNTANTS**  
**ON INTERNAL ACCOUNTING CONTROL**

To the Board of Directors  
Ryan, Lee & Company Incorporated

In planning and performing our audit of the financial statements of Ryan, Lee & Company Incorporated for the year ended June 30, 2002, we considered its internal control structure, including procedures for safeguarding securities, in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on the internal control structure.

Also, as required by rule 17a-5(g)1 of the Securities and Exchange Commission, we have made a study of the practices and procedures followed by the Company including tests of such practices and procedures that we considered relevant to the objectives stated in rule 17a-5(g) in making the periodic computations of aggregate indebtedness and net capital under Rule 17a-3(a)(11) and for determining compliance with the exemptive provisions of Rule 15c3-3. Because the Company does not carry securities accounts for customers or perform custodial functions relating to customer securities, we did not review the practices and procedures followed by the Company in making the quarterly securities examinations, counts, verifications and comparisons, and the recordation of differences required by Rule 17a-13 or in complying with the requirement for prompt payment for securities under Section 8 of Regulation T of the Board of Governors of the Federal Reserve System.

The management of the Company is responsible for establishing and maintaining an internal control structure and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of internal control structure policies and procedures and of the practices and procedures referred to in the preceding paragraph and to assess whether those practices and procedures can be expected to achieve the Commission's above-mentioned objectives. Two of the objectives of an internal control structure and the practices and procedures are to provide management with reasonable, but not absolute, assurance that assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition and that transactions are recorded in accordance with management's authorization and recorded properly to permit preparation of financial statements in conformity with generally accepted accounting principles. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Because of inherent limitations in any internal control structure or the practices and procedures referred to above, errors or irregularities may occur and not be detected. Also, projection of any evaluation of them to future periods is subject to the risk that they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate.

Our consideration of the internal control structure would not necessarily disclose all matters in the internal control structure that might be material weaknesses under standards established by the American Institute of Certified Public Accountants. A material weakness is a condition in which the design or operation of the specific internal control structure elements does not reduce to a relatively low level the risk that errors or irregularities in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. However, we noted no matters involving the internal control structure that we consider to be material weaknesses as defined above.

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the Commission to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on our study, we believe that the Company's practices and procedures were adequate at June 30, 2002 to meet the Commission's objectives.

This report is intended solely for the use of management, the Securities and Exchange Commission, the National Association of Securities Dealers and other regulatory agencies which rely on Rule 17a-5(g) under the Securities Exchange Act of 1934 and should not be used for any other purpose.

*William Batdorf & Company, P.C.*

August 28, 2002